



JAMES C. KIRKPATRICK
STATE INFORMATION CENTER
(573) 751-4936

ROBIN CARNAHAN
SECRETARY OF STATE
STATE OF MISSOURI

CORPORATIONS
(573) 751-4153

**INSTRUCTIONS FOR
APPLICATION FOR CERTIFICATE OF AUTHORITY
TO DO BUSINESS IN MISSOURI**

A foreign corporation may not transact business in Missouri until it obtains a certificate of authority. Before applying for a certificate to do business in Missouri, you may wish to review Section 351.572. RSMo, available online at www.sos.mo.gov/business/corporations/statutes.asp. Section 351.572 RSMo describes activities that are not considered transacting business within the meaning of this statute and its requirement. If you are exempt, you may still be responsible for filings with other agencies.

Enclosed are forms to be used to apply for a certificate of authority. In completing the form, the following will assist you:

1. You must use the forms provided by the Missouri Secretary of State's Office, as required by law.
2. Forms must be accompanied by a current (dated within 60 days) "Certificate of Good Standing/Existence" from the parent state. This must be an original with original seals and signatures. This certificate can be obtained from the parent state's Secretary of State or authority which issues corporate charters; normally a fee is charged by the parent state for issuing this certificate.
3. The filing fee for a certificate of authority is \$155. (Checks should be made payable to Director of Revenue.)
4. By law, the corporation must list a registered agent and the agent's address in Missouri. The registered agent may be an individual or a corporation registered in Missouri. A corporation may not serve as its own registered agent.
5. The necessary documents should be sent to Secretary of State, Corporations Division, P.O. Box 778, Jefferson City, MO 65102. For express mailings which require a street address, use 600 West Main, Jefferson City, MO 65101.

If you have any questions, please contact us toll-free at (866) 223-6535.

Best Regards,

Robin Carnahan
Secretary of State



State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

Application for Certificate of Authority For a Foreign For-Profit Corporation

(Submit with filing fee of \$155.00)

1. The corporation's name is _____
and it is organized and existing under the laws of _____
2. The name it will use in Missouri is _____
3. The date of its incorporation was _____, and the period of its duration is _____
month/day/year
4. The address of its principal place of business is _____
Address *City/State/Zip*
5. The name and physical address of its registered agent and office in the State of Missouri is

Name *Address* *City/State/Zip*

6. The specific purpose(s) of its business in Missouri are: _____

7. The name of its officers and directors and their business addresses are as follows:

Officers	Name	Address	City/State/Zip
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President _____

Vice President _____

Secretary _____

Treasurer _____

Board of Directors

Director _____

Director _____

Director _____

Director _____

Director _____

(Please see next page)

Name and address to return filed document:

Name: _____

Address: _____

City, State, and Zip Code: _____

8. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as

follows: _____
(Date may not be more than 90 days after the filing date in this office)

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

Must be an Officer or Chairman listed in #7

Printed Name

Title

Date

Note: You must submit current original certificate of good standing or certificate of existence with this application. This may be obtained from your Secretary of State or other authority that issues corporate charters.

Missouri Revised Statutes

Chapter 351

General and Business Corporations

Section 351.572

August 28, 2008

Authority to transact business required.

351.572. 1. A foreign corporation may not transact business in this state until it obtains a certificate of authority from the secretary of state.

2. The following activities, among others, do not constitute transacting business within the meaning of subsection 1 of this section:

- (1) Maintaining, defending, or settling any proceeding;
- (2) Holding meetings of the board of directors or shareholders or carrying on other activities concerning internal corporate affairs;
- (3) Maintaining bank accounts;
- (4) Maintaining offices or agencies for the transfer, exchange, and registration of the corporation's own securities or maintaining trustees or depositories with respect to those securities;
- (5) Creating or acquiring indebtedness, mortgages, and security interests in real or personal property;
- (6) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts;
- (7) Conducting an isolated transaction that is completed within thirty days and that is not one in the course of repeated transactions of a like nature;
- (8) Transacting business in interstate commerce.

3. The list of activities in subsection 2 of this section is not exhaustive.

(L. 1990 H.B. 1432)

CROSS REFERENCE:

Foreign registered limited liability partnership not deemed to be transacting business in this state under corporate laws, RSMo 347.163

Registered Agents

A registered agent may either be an individual who is a resident of Missouri and whose business office is identical with the entity's registered office, or it may be a corporation authorized to transact business in Missouri and which has a business office identical with the entity's registered office.

As required by law, the SOS office sends notices, reminders, and correspondence to the registered agent at the registered office address. The registered agent is designated by law to receive service of process and legal notices on behalf of the business entity.

A post office box, UPS mailbox, or other rented mailbox is NOT allowed as a registered office address. The registered agent must be physically located at the registered office address.

Anyone meeting the above criteria may serve as a registered agent. The following represents a listing of the service companies that, as a part of their business, offer to act as a registered agent for a new business formation. If you would like to use their registered agent services, please contact the company in advance of completing a limited liability company filing. These companies charge a fee to use their services.

Registered Agents/Service Companies

AAA AGENT SERVICES, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Telephone: (573) 634-3894
FAX: (573) 634-5159
Email: jcfiling@embarqmail.com

ALETA GRIMES MITCHELL

1343 Hoffman Dr.
Jefferson City, MO 65101
Telephone: (314) 368-7570
Toll free: (866) 899-7035
Email: aletagrimesmitchell@gmail.com

BARBARA D. GIER

13110 Gier Ln.
Russellville, MO 65074
Telephone: (573) 782-3931
FAX: (573) 782-3831
Email: gier@socket.net

BUSINESS FILINGS INTERNATIONAL, INC.

120 S. Central Ave., Ste. 400
Clayton, MO 63105
Toll free: (800) 981-7183

CAPITOL CORPORATE SERVICES, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101

CORPORATE CREATIONS NETWORK, INC.

1001 Craig Rd. #260
St. Louis, MO 63146
Telephone: (314) 667-5376
Toll free: (800) 672-9110
Website: www.corporatecreations.com

CORPORATE FILING SOLUTIONS, INC.

715 Prairie View Dr.
Herculaneum, MO 63048
Telephone: (888) 237-3410
FAX: (888) 331-0558
Email: customerservice@filingsmadeeasy.com
Website: www.filingsmadeeasy.com

CS AGENT SERVICES, INC.

620 Spirit of St. Louis Blvd.
Chesterfield, MO 63005
Telephone: (314) 581-2010
FAX: (636) 530-1575

CSC-LAWYERS INCORPORATING SERVICE CO.

221 Bolivar St.
Jefferson City, MO 65101
Toll free: (800) 927-9800
www.incspot.com

CSGS REGISTERED AGENT, INC.

7701 Forsyth, 12th Fl.
St. Louis, MO 63105
Telephone: (314) 505-5464
FAX: (314) 505-5465
Email: cavicchia@capessokol.com

CT CORPORATION SYSTEM

120 S. Central Ave.
Clayton, MO 63105
Telephone: (314) 863-5545

EAGLE INFORMATION SERVICES, INC.

210 E. High St.
Jefferson City, MO 65101-3207
Telephone: (573) 761-4330
Toll free: (877) 761-4330
FAX: (573) 761-4648

HIQ CORPORATE SERVICES, INC.

300-B E. High St.
Jefferson City, MO 65101
Toll free: (800) 564-5300

INCorp SERVICES, INC.

2847 S. Ingram Mill Rd., Ste. A100
Springfield, MO 65804
Telephone: (702) 866-2500
FAX: (702) 866-2689
Website: www.incorp.com

INCORPORATING SERVICES, LTD

13110 Gier Ln.
Russellville, MO 65074
Contact: Kim Sharpe
Toll free: (800) 346-4646
Email: orders@INCserv.com
Website: www.INCserv.com

JEFF CITY FILING, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Telephone: (573) 634-3894
FAX: (573) 634-5159
Email: jeffcityfiling@embarqmail.com

LISA C. WRIGHT, CPA

5860 E. Osage Ridge Ln.
Columbia, MO 65201
Telephone: (573) 474-4961
FAX: (573) 474-4961
Email: lcw@lisacwrightcpa.com
Website: www.lisacwrightcpa.com

MBC BUSINESS SERVICES, INC.

Contact: Theresa Maier
903 E. 104th, #610A
Kansas City, MO 64131
Telephone: (816) 585-7322
FAX: (816) 941-6666
Email: mbcservices@gmail.com

MISSOURI CORPORATE SOLUTIONS, INC.

2101 Corona Rd., Ste. 201
Columbia, MO 65203
Telephone: (573) 777-7035
Toll free: (877) 639-7812
FAX: 777-7010
Email: missouricorporate@gmail.com

NATIONAL CORPORATE RESEARCH, LTD.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Toll free: (888) 883-6300
FAX: (217) 788-2804
Email: info@nationalcorp.com

NATIONAL REGISTERED AGENTS, INC.

300-B E. High St.
Jefferson City, MO 65101
Telephone: (800) 550-6724
Email: info@nrai.com
Website: www.nrai.com

NORTHWEST REGISTERED AGENT SERVICE, INC.

903 E. 104th, #610A
Kansas City, MO 64131
Telephone: (509) 768-2249
FAX: (866) 543-4731
Email: info@northwestregisteredagent.com
Website: www.Northwestregisteredagent.com

OPTIMAL AGENT SERVICES, INC.

36 Four Seasons, Ste. 250
Chesterfield, MO 63017
Telephone: (314) 308-2900

PACIFIC REGISTERED AGENTS, INC.

150 White Oak Rd.
Seligman, MO 65745
Toll free: (800) 535-4828
Email: cfmcfm@earthlink.net

PARACORP INCORPORATED

210 E. High St.
Jefferson City, MO 65101-3207
Toll free: (800) 533-7272
Email: paracorp@parasec.com
Website: www.parasec.com

PAT MILLER CORPORATE FILING SERVICE, INC.

601-A Scott Valley Ct.
Jefferson City, MO 65101
Telephone: (573) 635-3252
FAX: (573) 635-3252

PERRYMAN AND ASSOCIATES, INC.

3000 E. Division St., Ste. A
Springfield, MO 65802
Telephone: (866) 994-4400
Email: steve@perrymanpcpa.com

P W P, INC.**That PAPER-WORK PLACE**

106 E. Main St., PO Box 308
Lincoln, MO 65338
Toll free: (800) 371-9430
Website: www.paperworkplace.com
Website: info@paperworkplace.com

RAYMOND LAMPERT

2847 S. Ingram Mill Rd., Ste. A-100

Springfield, MO 65804
Telephone: (417) 886-3330
FAX: (417) 886-8186
Email: lampert343@hotmail.com

REGISTERED AGENT SOLUTIONS, INC.

3225-A Emerald Ln.
Jefferson City, MO 65109
Toll free: (888) 705-7274
FAX: (888) 706-7274
Email: jgovernor@rasi.com
Website: www.rasi.com

UNITED CORPORATE SERVICES, INC.

Elm Court Plaza
1739 E. Elm St., Ste. 101
Jefferson City, MO 65101